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March 3, 2017

Michelle Luera
Economic Development and Analysis Division
Texas Comptroller of Public Accounts
111 E. 17th St.
Austin, TX 78774

Via Email and Federal Express

Re: App 1173 Gruver ISD – Oslo Wind, LLC

Dear Michelle:

Enclosed are amended application pages (Tabs 4, 6, 7 and Schedule D) provided by the Applicant for the Chapter 313 Application submitted by Oslo Wind, LLC to Gruver ISD (the "Application"), along with Schedule D in Excel format and a signature page acknowledging the Amendment.

A CD containing these documents is also enclosed. This Amendment, dated March 2, 2017 and numbered 2, is the second amendment to the Application. Please let me know if you require any additional information.

Sincerely yours,

A handwritten signature in blue ink that reads "James Wester". Below the signature, the name "James Wester" is printed in a standard black font.

James Wester

Encl.
M5JS1XM60D492C
cc: David Sewell

Via email: dsewell@sbaustinlaw.com

Tab 4

Detailed description of the project

Apex Clean Energy Holdings, LLC (“Apex”) <http://www.apexcleanenergy.com/> is an independent renewable energy company based in Charlottesville, VA. Since its founding in 2009, Apex has become one of the fastest-growing companies in the industry. In December 2012, Apex completed development and construction of the 300 MW Canadian Hills Wind project outside Oklahoma City, and in the past two years, Apex completed construction of five wind facilities and started construction on additional projects in Illinois, Texas, and Oklahoma. Operating assets under management by Apex have grown to 1,012 MW as of the second quarter of 2016. The company has a diversified portfolio of over 12,000 MW of wind energy facilities in development around the country and owns several operating solar PV assets. The company’s management team comprises experts from throughout the industry whose collective prior experience includes the development, financing, construction and operation of over \$10 billion in wind and solar energy facilities now operating in the United States.

Oslo Wind, LLC (“Oslo Wind”) is proposing to construct, operate, and maintain a renewable energy facility (the “Project”) utilizing wind-powered electric generation equipment to be located in Hansford County, Texas, and Sherman County, Texas. The Project will expand the local tax base in these communities and contribute to employment in Hansford County and Sherman County without triggering any new burden to shared services. The Project will be located in Gruver ISD (Hansford County) and Texhoma ISD (primarily in Sherman County, with a small portion in Hansford County).¹ The portion of the Project located in Gruver ISD is the subject of this application. The portion of the Project located in Texhoma ISD is the subject of a separate application being filed simultaneous with this application.

The overall Project is anticipated to have a capacity of 357.5 MW consisting of 143 GE 2.5-116 LNTE turbines, with each having a nameplate capacity of 2.5 MW. Construction of the Project is expected to begin in the second Quarter of 2018 with completion by the end of 2018. The siting of the turbines will be allocated among the counties and school districts as follows:

Gruver ISD

101 turbines for a total of 252.5 MW
(all in Hansford County)

Texhoma ISD

42 turbines for a total of 105 MW
(35 in Sherman County; 7 in Hansford County)

The Project’s collector substation will be located in Gruver ISD/Hansford County. The Project will interconnect into the SPP market’s power grid at the substation located in Gruver, Texas. An approximately 9-mile transmission line connecting the Project’s collector substation to the SPP substation will be located in Gruver ISD/Hansford County.

The Project is expected to be operational for 30 years or more. The Project site is well-suited for energy development alongside current agricultural use and is considered low-risk.

¹ Gruver ISD is located primarily in Hansford County, but a portion of the school district is located in Sherman County. Texhoma ISD is located primarily in Sherman County, but a portion of the school district is located in Hansford County.

Tab 6

Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor (if applicable)

The overall Project is anticipated to have a capacity of 357.5 MW consisting of 143 GE 2.5-116 LNTE turbines, with each having a nameplate capacity of 2.5 MW. The siting of the turbines will be allocated among the counties and school districts as follows:

Gruver ISD

101 turbines for a total of 252.5 MW

(all in Hansford County)

Texhoma ISD

42 turbines for a total of 105 MW

(35 in Sherman County; 7 in Hansford County)

Based on the location of the turbines shown above, 70.6% of the Project is located in Gruver ISD, and 29.4% of the Project is located in Texhoma ISD.

Based on the location of the turbines shown above, 75.5% of the Project is located in Hansford County, and 24.5% of the Project is located in Sherman County.

The Project's collector substation will be located in Hansford County/Gruver ISD. The Project will interconnect into the SPP market's power grid at the substation located in Gruver, Texas. An approximately 9-mile transmission line connecting the Project's collector substation to the SPP substation will be located in Hansford County/Gruver ISD.

Tab 7

Description of Qualified Investment

The qualified investment in Gruver ISD is expected to consist of 101 GE 2.5-116 LNTE turbines, with each having a nameplate capacity of 2.5 MW, for a total operating capacity of approximately 252.5 MW in Gruver ISD. In addition to the wind turbines, electrical connections will be installed to permit the interconnection and transmission of electricity generated by the wind turbines. There will also be located within the project boundary in Gruver ISD an electrical substation; a transmission line to the interconnection point just north of the project site; permanent buildings and offices; office equipment and computers; anemometer towers; electrical transmission interconnects, cables, towers, spare parts, and control systems for commercial generation of electricity; fencing and other equipment as needed for safety and security and related office and control buildings; and personal property supporting the Project.

The Project will lease land from local land owners. The expected project area for the entire Project is approximately 65,320 acres allocated between the counties and school districts as follows:

Gruver ISD

47,267 acres, all located in Hansford County

Texhoma ISD

18,053 acres, with 16,343 located in Sherman County and 1710 located in Hansford County

Schedule D: Other Incentives (Estimated)

Date March 2, 2017
Applicant Name Oslo Wind, LLC
ISD Name Gruver ISD

Form 50-296A

Revised May 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Hansford County	2019	10 years	\$1,345,309	\$840,309	\$505,000
	City:					
	Other: Hansford Hospital District	2019	10 years	\$1,645,648	\$1,140,648	\$505,000
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				\$ 2,990,957.00		\$1,010,000

Additional information on incentives for this project:

1. Calculations above use estimated Taxable Value for 2019 and current tax rates. All calculations on Schedule D should be considered estimates



Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

TROY SEAGLER
Print Name (Authorized School District Representative)

Title

SUPERINTENDENT

sign
here

Troy Seagler
Signature (Authorized School District Representative)

Date

3/3/2017

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

Mark Goodwin
Print Name (Authorized Company Representative (Applicant))

Title

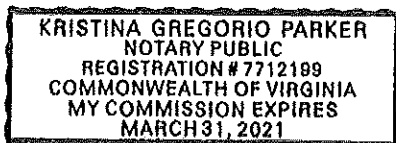
Title

sign
here

M. Goodwin
Signature (Authorized Company Representative (Applicant))

Date

2/27/17



(Notary Seal)

GIVEN under my hand and seal of office this, the

27 day of February, 2017

Kristina Parker
Notary Public in and for the State of Texas Virginia

My Commission expires: March 31, 2021

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.